OLVER ES'S

INSTRUCTION BOOKLET

ACTIVISION®

WARNING: PLEASE CAREFULLY READ THE PRECAUTIONS BOOKLET INCLUDED WITH THIS PRODUCT BEFORE USING YOUR NINTENDO® HARDWARE SYSTEM, GAME PAK OR ACCESSORY. THIS BOOKLET CONTAINS IMPORTANT SAFETY INFORMATION.

IMPORTANT SAFETY INFORMATION - READ THE FOLLOWING WARNINGS BEFORE YOU OR YOUR CHILD PLAY VIDEO GAMES



Some people (about 1 in 4000) may have seizures or black outs triggered by light flashes, such as while watching TV or playing video games, even if they have never had a seizure before.

Anyone who has had a seizure, loss of awareness, or other symptom linked to an epileptic condition should consult a doctor before playing a video game.

Parents should watch when their children play video games. Stop playing and consult a doctor if you or your child have any of the following symptoms:

Convulsions
Altered vision

Eye or muscle twitching Involuntary movements

Loss of awareness Disorientation

To reduce the likelihood of a seizure when playing video games:

- 1. Sit or stand as far from the screen as possible.
- 2. Play video games on the smallest available television screen.
- 3. Do not play if you are tired or need sleep.
- 4. Play in a well-lit room.
- 5. Take a 10 to 15 minute break every hour.

WARNING - Repetitive Motion Injuries

Playing video games can make your muscles, joints or skin hurt after a few hours. Follow these instructions to avoid problems such as Tendonitis, Carpal Tunnel Syndrome or skin irritation:

- Take a 10 to 15 minute break every hour, even if you don't think you need it.
- If your hands, wrists or arms become tired or sore while playing, stop and rest them for several hours before playing again.
- If you continue to have sore hands, wrists or arms during or after play, stop playing and see a doctor.

WARNING - Battery Leakage

Leakage of battery acid can cause personal injury as well as damage to your Game Boy. If battery leakage occurs, thoroughly wash the affected skin and clothes. Keep battery acid away from your eyes and mouth. Leaking batteries may make popping sounds.

To avoid battery leakage:

- Do not mix used and new batteries (replace all batteries at the same time).
- · Do not mix alkaline and carbon zinc batteries.
- · Do not mix different brands of batteries.
- Do not use nickel cadmium batteries.
- Do not leave used batteries in the Game Boy. When the batteries are losing their charge, the power light may become dim, the game sounds may become weak, or the display screen may be blank. When this happens, promptly replace all used batteries with new batteries.
- Do not leave batteries in the Game Boy or accessory for long periods of non-use.
- Do not leave the power switch on after the batteries have lost their charge. When you finish using the Game Boy, always slide the power switch OFF.
- Do not recharge the batteries.
- Do not put the batteries in backwards. Make sure that the positive (+) and negative (-) ends are facing in the
 correct directions. Insert the negative end first. When removing batteries, remove the positive end first.
- Do not dispose of batteries in a fire.



THIS PRODUCT HAS BEEN RATED BYTHE ENTERTAINMENT SOFTWARE RATING BOARD. FOR INFORMATION ABOUT THE ESRB RATING, OR TO COMMENT ABOUT THE APPROPRIATENESS OF THE RATING, PLEASE CONTACT THE ESRB AT 1-800-771-3772, OR VISIT WWW.ESRB.ORG.



THIS OFFICIAL SEAL IS YOUR ASSURANCE THAT NINTENDO HAS APPROVED THE QUALITY OF THIS PRODUCT. ALWAYS LOOK FOR THIS SEAL WHEN BUYING GAMES AND ACCESSORIES TO ENSURE COMPLETE COMPATIBILITY. LICENSED BY SALE FOR USE ONLY WITH OTHER AUTHORIZED PRODUCTS BEARING THE OFFICIAL NINTENDO SEAL OF QUALITY.

LICENSED BY



NINTENDO, GAME BOY, GAME BOY ADVANCE AND THE OFFICIAL SEAL ARETRADEMARKS OF NINTENDO.

© 2001 NINTENDO. ALL RIGHTS RESERVED.

THIS GAME PAK WILL WORK ONLY WITH THE GAME BOY® ADVANCE VIDEO GAME SYSTEM.

TABLE OF CONTENTS

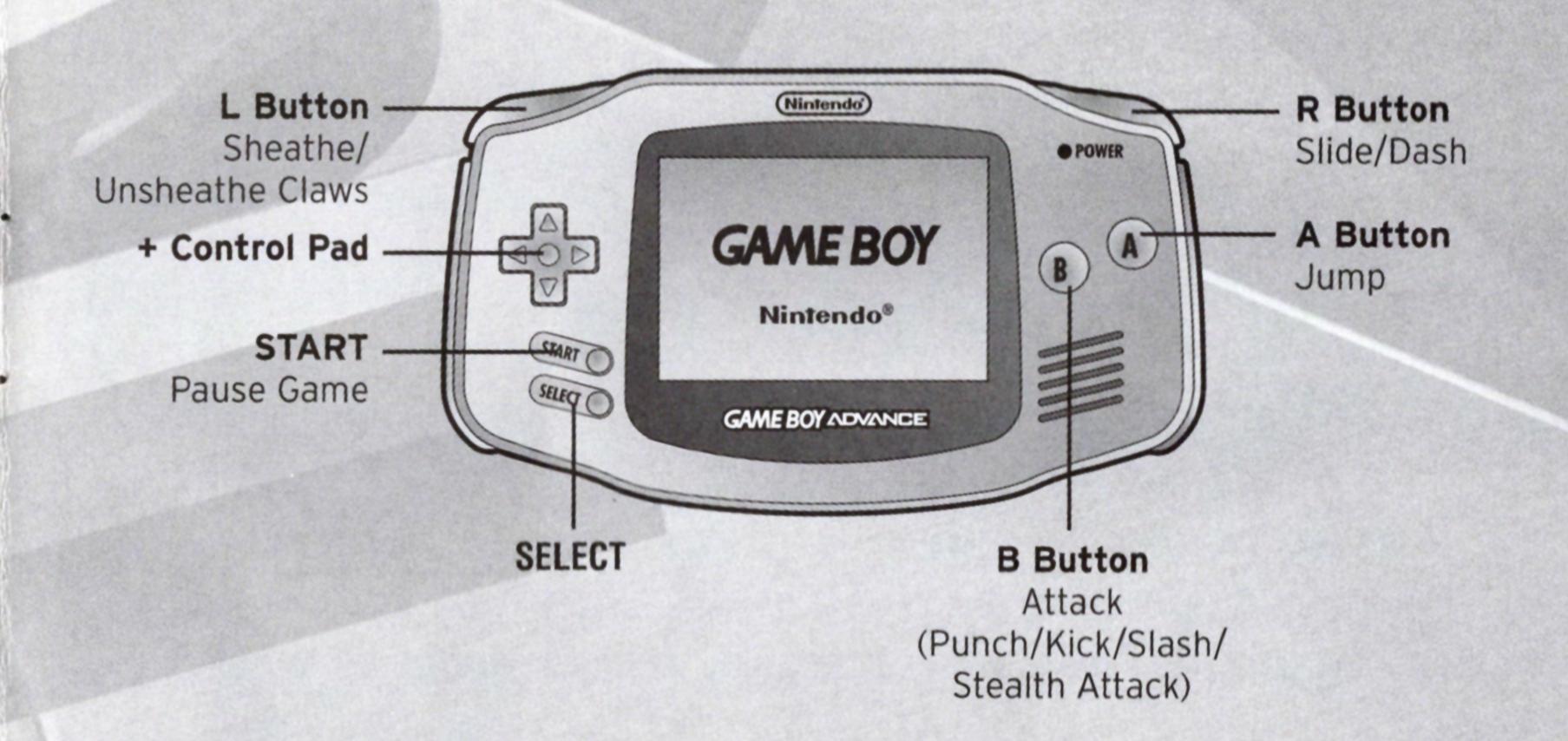
Getting Started 4
Game Boy® Advance Controls
Wolverine™ 6
Characters
Enemies
Main Menu
Difficulty Select
Level Select
Pause Menu
Controls
Playing the Game
Combat
Stealth
Items
Power-Ups
Environments
Credits
Customer Support
Software License Agreement

GETTING STARTED

- Make sure the POWER switch on your Game Boy[®] Advance system is OFF before inserting the X2 Wolverine's[™] Revenge Game Pak.
- Insert the X2 Wolverine's™ Revenge Game Pak into the Game Boy® Advance slot as described in your Nintendo Game Boy® Advance instruction manual.
- · Turn the POWER switch ON.

Note: The X2 Wolverine's™ Revenge Game Pak is for the Game Boy® Advance system only.

GAME BOY® ADVANCE CONTROLS



WOLVERINE

Real Name: James Howlett (birth name),

currently known as Logan

Group Affiliation: X-Men™

Base of Operations:

Xavier Institute for Higher Learning, Westchester County, New York

First Appearance:

Incredible Hulk #180 (1974)

Height: 5'3"

Weight: 195 lbs. (250 lbs.

with adamantium skeleton)

Eye Color: Brown

Hair Color: Black

Powers/Weapons

- Animal-keen senses
- Accelerated healing factor
- Adamantium-laced skeleton
- Retractable adamantium claws

History...

James Howlett was born into privilege in Canada during the late 19th century, the second son of John and Elizabeth Howlett. At the shock of seeing his father shot and killed, young James manifested his latent mutant abilities when bone claws jutted from the back of each hand. The beast unleashed, James attacked and killed his father's murderer, then fled to British Columbia with Rose, the young woman he loved.

Under the identity of Logan he discovered he had other mutant abilities including animal-keen senses and an accelerated healing factor. Due to his tenacity and refusal to back down from a challenge, Logan acquired the nickname Wolverine. When Wolverine confronted

the son of his father's murderer, a battle ensued, tragically ending with Rose impaled on Wolverine's claws. Wracked by grief over the death of the woman he truly loved, Wolverine fled into the woods.

He was not seen for a long time and due to his healing factor, even after 100 years Logan appeared to be in his mid-30s. During that time his life became shrouded in mystery, peppered with half-truths and anecdotal reports of unconfirmed sightings. The legend of the man called Wolverine was slowly taking form.

In the latter half of the 20th century, the government subjected Logan to a bizarre battery of experiments intended to forge the ultimate killing machine. Weapon X scientists grafted the indestructible metal adamantium to Logan's skeleton and bone claws, and introduced memory implants that shaped his past to suit their ends. Combined with the earlier effects of his healing factor, these false memories have made it impossible for Logan to discern fact from fiction when recalling his former life. He now knows little of his past, save that it was fraught with pain and loss.

Wolverine was working as an operative for the Canadian government when he accepted Professor X's offer to join the X-Men. Logan chose to stay on partly due to his belief in Xavier's vision for the co-existence of humans and mutants, and partly because of his attraction to Jean Grey. During his time with the X-Men, Logan has worked to regain his lost memories, but virtually every answer leads him to even more questions.

Now...

Wolverine is back in a brand new adventure that will test his powers and endurance to the very limit. An adventure that takes him back to the place he dreads most of all and leaves him hungry for revenge.

While wandering through the Canadian wilderness in search of clues to his past, Wolverine stumbled upon his arch-nemesis Victor Creed (aka Sabretooth). Wolverine soon learns that Sabretooth, among other evil mutants, is involved in a plan to use technology from the derelict Weapon X facility to build an evil army of super-soldiers!

Lead Wolverine through this epic adventure involving an all-star X-Men cast of heroes and villains, spanning several locations across the globe and try to put an end to these evil plans before it's too late.

CHARACTERS

Sabretooth"

Sabretooth, a.k.a. Victor Creed, shares much of Wolverine's mysterious past as well as mutant abilities. This evil mutant possesses heightened senses and reflexes as well as super-human strength and a healing factor much like Wolverine's. Sabretooth's guile and treachery are only matched by his hatred of Wolverine. Be sure to expect an impressive fight when the two meet!

Shiva[™]

The creators of the Weapon X project also developed a computer program to serve as a countermeasure for rogue Weapon X subjects. This program controls a seemingly endless supply of deadly robots. As an advanced computer program, Shiva learns from its past mistakes— make sure you learn from yours!

Mystique[™]

The cunning Mystique possesses the mutant power to shape her appearance to match that of anyone she's seen before. A handy ability she's used to make enemies think they're allies and to trick people into following her orders. Could Mystique be the mastermind behind the scheme Wolverine is trying to investigate?

Pyro™

An old-time member of the Brotherhood of Evil Mutants, Pyro has the powerful ability to manipulate fire and to mold it to any shape his will desires! Avoid his fiery creations and deliver some damage before he burns Wolverine right off of his adamantium skeleton.

Omega Red™

An unusual creation of the cold-war era, Omega Red wields two powerful retractable tendrils and has the ability to release deadly, life draining spores. Make sure to keep a safe distance from this villain or watch as your life quickly drains away.

ENEMIES

Hellfire Mercenary

Hired muscle working for the Hellfire Club. These thugs have a wide array of weapons at their disposal, but their main advantage is their sheer numbers. Make sure to get them before they get you!

Ninja Mercenary

These thugs have been trained in a variety of projectile and handto-hand attacks. Sneak up on them when you can, or match your claws against their swords if they see you!

Special-Ops Mercenary

Whoever has conducted the attack on the Xavier Institute has upped the ante by hiring some highly trained operatives. Wielding sophisticated weapons like flamethrowers and energy guns, these guys will give Wolverine a run for his money.

Security-Bot

This inconspicuous looking sphere will track down Wolverine anywhere he goes and will detonate on contact. Watch out, it packs a powerful explosion but will break harmlessly if you manage to attack it before it gets too close.

Assault-Bot

This flying robot stays at a safe distance from Wolverine while it launches energy blasts at him. Don't hesitate to leap into the air to get rid of these pesky guys.

Crawler-Bot

This spider-like robot guard crawls on walls, floors or ceilings and launches aimed energy blasts at any intruders. If you can reach them, make sure to make quick work of crawler-bots or their shots might start to put a dent in your health bar.

MAIN MENU

Select a Slot

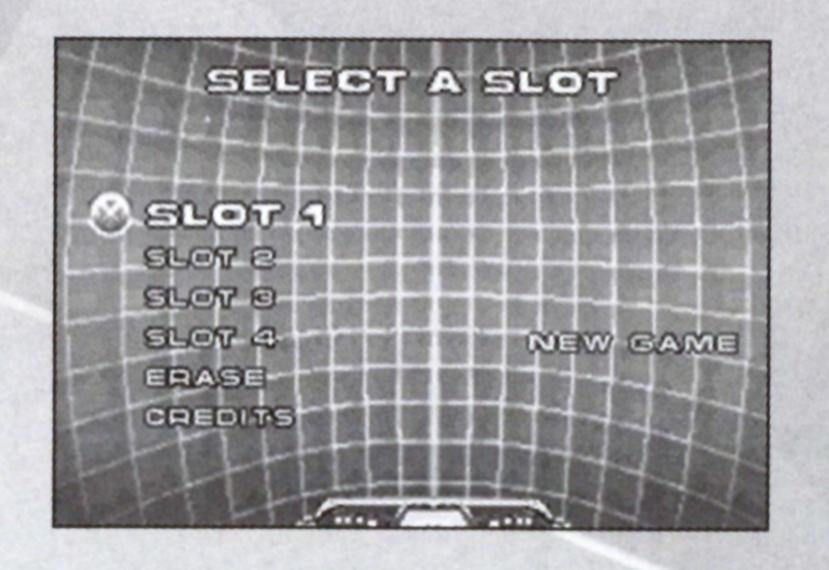
Select a saved game from one of the slots.

Erase

Remove a saved game.

Credits

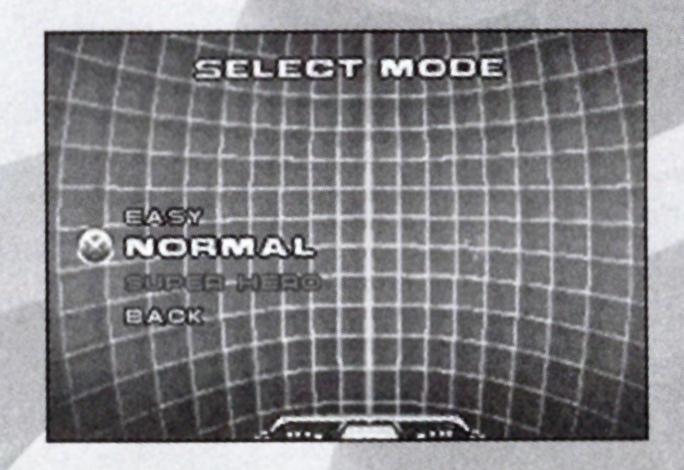
See all the people who made this great game.



DIFFICULTY SELECT

Easy

Pick this option if you're just learning the game or if you find yourself having trouble in Normal mode. You'll have more lives and continues than in Normal mode and enemies deal less damage and won't take as many hits to defeat.



Normal

This is the default difficulty setting.

SuperHero

Beat the game in Normal mode to unlock this harder mode. You'll start with fewer lives and continues than in Normal mode and enemies deal more damage and are harder to kill. Also, a challenging new endgame battle awaits you in SuperHero mode!

LEVEL SELECT

Use **Control Pad** ↑ or ↓ to highlight an Act/Level, and press the **B Button** to select and play that Act/Level. There are eight Acts in X2 Wolverine's Revenge"; the Acts open progressively.

Note: You can only replay an Act once it has already been completed.





PAUSE MENU

To pause the game and access the ingame pause menu, press **START**. Here you can switch music On/Off, view power-ups, resume gameplay or quit.

CONTROLS

Move	Control	Claws	Power-Up Required None	
Walk	Control Pad ← or →	In/Out		
Crouch	Hold Control Pad ↓	In/Out	None	
Look Up/Down	Hold Control Pad ↑ or ↓ for 2 seconds			
Sheathe/ Unsheathe Claws	L Button	In/Out	None	
Jump	A Button	In/Out	None	
Punch	B Button	In	None	
Forward Punch	B Button while holding Control Pad ← or →			
Air Kick	B Button while in the air	In	None	
Low Kick	B Button while crouching	In	None	

Move	Control	Claws	Power-Up Required	
Slash	B Button	Out	None	
Forward Slash	B Button while holding Control Pad ← or →	Out	None	
Air Slash	B Button while in the air	Out	None	
Low Slash	B Button while crouching	Out	None	
Stealth Attack	B Button while holding 1	In	None	
POWER-UP MOVES				
Dash	Control Pad ← or → while holding the R Button	In/Out	Dash	
Running Jump	ump A Button while dashing		Dash	
Dashing Kick	ashing Kick B Button while dashing		Dash	
Dashing Slash	B Button while dashing	Out	Dash	
Slide	R Button while crouching	In/Out	Slide	

Move	Control	Claws	Power-Up Required	
Wall Cling	Press the Control Pad in the direction of a wall while you're in the air	Out	Wall Cling	
Wall Attack	B Button while clinging to a wall	Out	Wall Cling	
Ceiling Cling	Hold A Button while jumping toward a ceiling	Out	Ceiling Cling	
Ceiling Attack	B Button while clinging to a ceiling	Out	Ceiling Cling	
Ceiling Pull-Up	Control Pad ↑ while clinging to the ceiling	Out	Ceiling Cling	
Pull-Up Attack	B Button while pulled-up to a ceiling	Out	Ceiling Cling	
Dive Attack	Dive Attack B Button while holding Control Pad ↓ in the air or clinging to a ceiling		Dive Attack	

Move	Control	Claws	Power-Up Required	
Restoration	Hold the B Button while standing or crouching	In	Restoration	
Somersault	A Button while in the air	In/Out	Somersault	

PLAYING THE GAME

Losing a Life

When your health is fully depleted, you will lose a life. Your Life Counter decreases by 1 each time and you restart at the last checkpoint or the beginning of the last section of gameplay.

Using Continues

When all your lives are lost, you'll go to the Continue screen. Here you can choose to use a Continue and restart at the beginning of the last section of gameplay, or you can choose to restart or load a previously saved game.

COMBAT

Sheathing and Unsheathing Claws

Wolverine can sheathe or unsheathe his claws at any time by pressing the **L Button**. When Wolverine's claws are out, he deals twice as much damage as when his claws are in. Keeping your claws sheathed however, has the advantage of kick-starting Wolverine's Mutant Healing Factor. Wolverine can only regenerate his health when his claws are in.

Some moves require that claws be sheathed or unsheathed. The Controls section has more detail about what each move requires.

Feral Rage

Wolverine's rage level increases whenever you attack with the **B Button** and your claws are out. Your rage level starts to decrease when Wolverine is at rest and not in combat.

Once the Rage Bar is FULL, Wolverine goes into a Feral Rage. During this time, Wolverine's attacks have a longer range and deliver more damage. You won't be able to put your claws away or use the Wall Cling and Ceiling Cling power-ups until Feral Rage is over.

When Feral Rage is over, Wolverine will be dazed for a few moments and your control over him is limited. Experiment using Feral Rage in different ways. It can be extremely advantageous when used at the right times.

STEALTH

Sometimes an area has security mechanisms in place. Professor X will usually inform you of this at the beginning of the level.

When approaching a secured area, try to stay out of sight from enemies and security devices. If they see you, they'll trigger an alarm.

Alarms

When an alarm is triggered, a bar appears on the top right corner of the screen. During this time, additional enemies enter the level and some doors might block your path (these doors open again when the alarm stops).

Note: If music is set to OFF, you will not hear the alarm.

Stealth Attacks

When you approach an unaware enemy, you can perform a well-timed Stealth Attack. (Press the **B Button** while holding **Control Pad** ↑. Wolverine's claws must be sheathed.) Because these attacks are a little slower than regular attacks, try hitting enemies when they've stopped moving. This takes a little practice to master, especially with patrolling enemies, but the payoff is worth it. Stealth Attacks take out an enemy with one blow, so you get to keep your health and stay undetected.

Tailing

At certain times you may have to tail an enemy through a level. You must follow the enemy without being detected and without losing sight of them. A bar in the top right corner of the screen tells you if you're too close or too far away from the enemy.

ITEMS



1-Up

This item increases your life count by one.



Continue

This item increases the number of Continues you have by one.



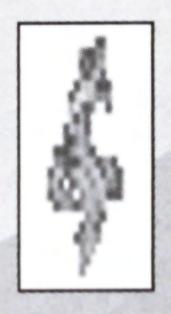
Danger Room Module

This item unlocks a Danger Room level. Danger Rooms can be accessed from the Level Select screen and can be replayed as often as you want. You can collect more Continues in Danger Rooms.



Cardkey

This item allows you to open a locked door. It will be displayed in your item slot until it's used.



Scent Item

An item that carries the scent of someone Wolverine is tracking. Pick up this item to display the scent tracker in your item slot. Scent trails in the level become visible when you have a scent item in your possession.

Mission-Specific Items

Some missions require you to collect a certain number of items before you can progress. Often, a door will be locked until you collect all the required items. The total number of mission-specific items required is displayed on the bottom right of the screen.

POWER-UPS

Picking up a power-up permanently grants Wolverine special abilities. Some of these abilities make it easier to defeat enemies; other abilities are required to progress throughout the levels. You must find these power-ups throughout your game.





Dash

Press Control Pad ← or → while holding the R Button to dash.

Jumping while dashing allows you to clear longer distances.



Wall Cling

Jump toward a wall while your claws are out to cling to the wall's surface.



Slide

Press the R Button while crouching to slide. Try sliding underneath small openings and under enemies' legs.



Somersault

Press the A Button while in the air to perform a somersault and extend your jump.



Ceiling Cling

To cling to the ceiling, hold the **A Button** while jumping toward it with your claws out.



Dive Attack

Press the **B Button** while holding **Control Pad** ✓ while clinging to the ceiling or jumping with your claws out to perform a quick dive attack.



Restoration

Hold the **B Button** while your claws are in to quickly recover your health.



Feral Rage

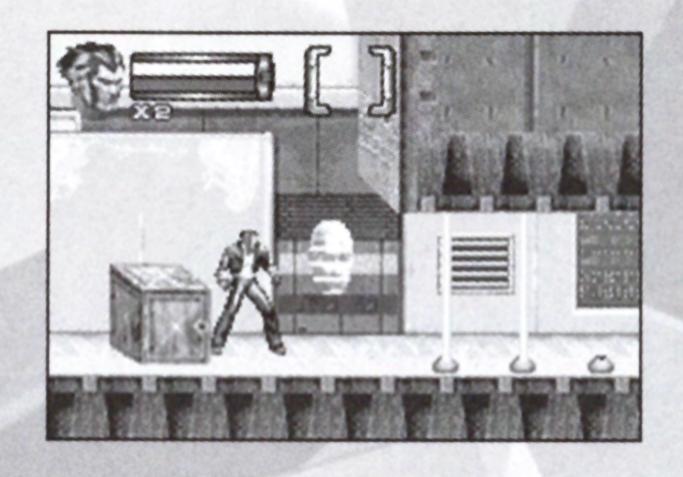
Increases your attack power. Build Feral Rage by attacking.

ENVIRONMENTS

Canadian Wilderness

While in search of clues about his past, Wolverine has a dangerous run-in with Sabretooth. Follow Sabretooth's trail across Canada's vast frozen ranges and battle hordes of hellfire mercenaries to find out what Victor Creed is up to.



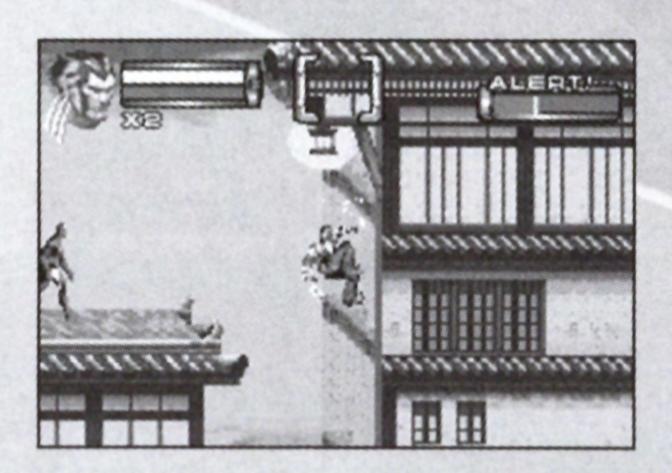


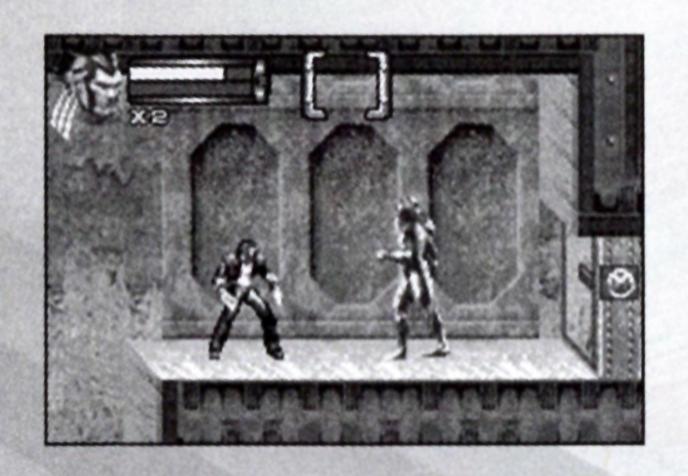
Weapon X Facility

This abandoned facility gives Logan a distinct sense of deja vu. But what is Sabretooth doing here? Avoid the facility's anti-intrusion mechanisms and gear up for a no-holds-barred face-off with Wolverine's old foe.

Mt. Arakawa, Japan

A data transmission has pointed you to a remote location and you're sent out to investigate. The installation at Mount Arakawa is a veritable fortress. Use stealth and cleverness to get past guards and security mechanisms or just cut loose and battle your enemies head on.



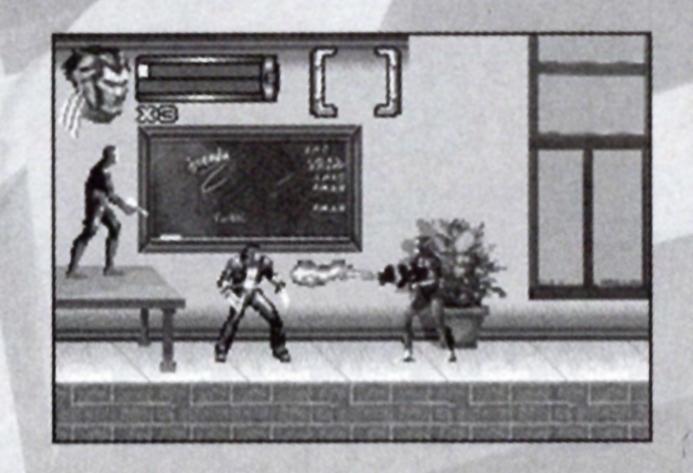


Underground Base

There's more than meets the eye at this installation built right into the mountains themselves. Retrieve the stolen Weapon X discs and escape!

Xavier Institute

Someone has to be pretty confident in their power to launch an attack on the Xavier Institute, home to some of the world's most renowned mutants. Help Wolverine ward off the intruders and rescue any students needing your help. Find out who's behind the attack and take the fight to them!



CREDITS

VICARIOUS VISIONS, INC.

Developed By Vicarious Visions, Inc. www.vvisions.com

CEO/Chief Creative Officer Karthik Bala

VP Product Development
Tobi Saulnier

Project Manager Jesse Booth

Lead Designer Luis Barriga

Lead Programmer Jesse Raymond

Programming Brian Sox

Lead Artist Steve Derrick

Animation

Travis Cameron

Comic Panels Keith Aiken Andy Lee

Soundtrack Shin'en

Additional Design Tim Stellmach Brent Boylen

Additional Programming Robert Trevellyan Nate Trost

Additional Artwork Yin Zhang Mei He Arjen van Haren

Additional Animation Rob Gallerani Jonathan Herrmann Jim Powell

Additional Support

Guha Bala Alissa Cattabriga Kerry Coffey Chris Degnan Jorge Diaz Kaan Kayimoglu Andy Lomerson Casey Richardson Jonathan Russell Evan Skolnick Jan-Erik Steel Ida Thornburg Wes Merritt Jay Young Engine Software

VV Play Testers Jacob Goldberg Matt Holmes Matthew Maurer Pat Mc Mahon Matt Schoch Erik Stegmann

VV Special Thanks
Activision
Genepool
Manfred Linzner
Pitfall Harry
Team Baisoku

ACTIVISION UK

Associate Producer
Tom O' Connor

Production Coordinator
Juan Valdes

Senior Executive Producer Rob Letts

VP Activision
European Studios
Julian Lynn Evans

Senior VP European Publishing Scott Dodkins

Head of Publishing Services Nathalie Ranson

Creative Services Manager Jackie Sutton

Localization Project Manager Mark Nutt Group Marketing Manager Sarah Ewing

Brand Manager Alison Mitchell

Operations Manager Heather Clarke

Production Planner Lynne Moss

Production Assistant Victoria Fisher

Special Thanks
Bryan Singer
Lauren Shuler Donner
Tom DeSanto
David Gorder

ACTIVISION, LA

Published By Activision, Inc.

Producer for Marvel Enterprises Inc. TQ Jefferson

Executive VP
Worldwide Studios
Larry Goldberg

Executive VP Global Pub/ Brand Manager Kathy Vrabeck

Business and Legal Affairs George Rose Michael Hand

Associate Brand Manager Michael Chiang

Global Brand Manager Victoria Zuckerman-Cushey Director of Global Brand Management John Heinecke

Vice President Global Brand Management Lisa Gaudio

SR. Publicist, Corporate Communications Lisa Fields

VP Creative Services
& Operations
Denise Walsh

Marketing Creative Director Matt Stainner

Creative Services Manager
Jill Barry

QUALITY ASSURANCE/ CUSTOMER SUPPORT

QA Project Lead Nick Falzon

QA Floor Lead Derek Faraci

QA Test Team
Ben Kaplan
Dave Padilla
Jason Ralya
Evan Wingate
Jakou Patterson

QA Senior Project Lead Ben DeGuzman

QA Manager Tim Vanlaw

TRG Group Lead Siôn Rodriguez y Gibson

TRG Group Testers

AJ Camacho Nick Weaver Jake Biegel

QA Manager, Customer Support Bob McPherson

Customer Support Leads

Mike Hill Rob Lim Gary Bolduc

QA Manager, Resource Admin. Nadine Theuzillot

Special Thanks

Jim Summers
Julie Man
Jason Wong
Joe Favazza
Marilena Rixford

Adam Hartsfield Ed Clune Indra Gunawan Marco Scataglini Todd Komesu Willie Bolton Chad Siedhoff Jennifer Vitiello Melissa Webster Jim Desmond Matt Geyer Nick Favazza Mike Rixford Tyler Rivers Margarita Umil Thomas Dennick Rachel Boyd Laurie Maguire Haley Falzon

PACKAGING DESIGN
Ignited Minds, LLC

MARVEL ENTERPRISES, INC.

Chief Operating Officer
Bill Jemas

Editor In Chief Joe Quesada

Creative Development/
Business Legal Affairs
John Stires
Seth M. Lehman
Joshua M. Silverman
Carl "Sue 'Em" Suecoff
Ari Arad

Thank You For Playing!

CUSTOMER SUPPORT

Note: Please do not contact Customer Support for hints/codes/cheats; only technical issues.

Internet/E-mail: http://www.activision.com/support

Our support section of the Web has the most up-to-date information available. We update the support pages daily so please check here first for solutions. If you cannot find an answer to your issue you can email us using the support form. A response may take anywhere from 24-72 hours depending on the volume of messages we receive and the nature of your problem.

Note: Internet/e-mail support is handled in English only.

Phone: (310) 255-2050

You can call our 24-hour voice-mail system for answers to our most frequently asked questions at the above number. Contact a Customer Support representative at the same number between the hours of 9:00 am and 5:00 pm (Pacific Time), Monday through Friday, except holidays.

Please do not send any game returns directly to Activision without first contacting Customer Support. It is our policy that game returns/refunds must be dealt with by the retailer or online site where you purchased the product. Please see the Limited Warranty contained within our Software License Agreement for warranty replacements.

Software License Agreement

IMPORTANT - READ CAREFULLY: USE OF THIS PROGRAM IS SUBJECT TO THE SOFTWARE LICENSE TERMS SET FORTH BELOW. "PROGRAM" INCLUDES THE SOFTWARE INCLUDED WITH THIS AGREEMENT, THE ASSOCIATED MEDIA, ANY PRINTED MATERIALS, AND ANY ON-LINE OR ELECTRONIC DOCUMENTATION, AND ANY AND ALL COPIES AND DERIVATIVE WORKS OF SUCH SOFTWARE AND MATERIALS. BY OPENING THIS PACKAGE, AND/OR USING THE PROGRAM, YOU ACCEPT THE TERMS OF THIS LICENSE WITH ACTIVISION, INC. ("ACTIVISION"). LIMITED USE LICENSE. Activision grants you the non-exclusive, non-transferable, limited right and license to use one copy of this Program solely and exclusively for your personal use. All rights not specifically granted under this Agreement are reserved by Activision. This Program is licensed, not sold. Your license confers no title or ownership in this Program and should not be construed as a sale of any rights in this Program.

OWNERSHIP, All title, ownership rights and intellectual property rights in and to this Program and any and all copies thereof (including but not limited)

OWNERSHIP. All title, ownership rights and intellectual property rights in and to this Program and any and all copies thereof (including but not limited to any titles, computer code, themes, objects, characters, character names, stories, dialog, catch phrases, locations, concepts, artwork, animation, sounds, musical compositions, audio-visual effects, methods of operation, moral rights, and any related documentation, incorporated into this Program) are owned by Activision or its licensors. This Program is protected by the copyright laws of the United States, international copyright treaties and conventions and other laws. This Program contains certain licensed materials and Activision's licensors may protect their rights in the event of any violation of this Agreement.

YOU SHALL NOT:

- Exploit this Program or any of its parts commercially, including but not limited to use at a cyber cafe, computer gaming center or any other location-based site. Activision may offer a separate Site License Agreement to permit you to make this Program available for commercial use; see the contact information below.
- · Remove, disable or circumvent any proprietary notices or labels contained on or within the Program.
- · Export or re-export this Program or any copy or adaptation in violation of any applicable laws or regulations.

LIMITED WARRANTY. Activision warrants to the original consumer purchaser of this Program that the recording medium on which the Program is recorded will be free from defects in material and workmanship for 90 days from the date of purchase. If the recording medium is found defective within 90 days of original purchase, Activision agrees to replace, free of charge, any product discovered to be defective within such period upon its receipt of the Product, postage paid, with proof of the date of purchase, as long as the Program is still being manufactured by Activision. In the event that the Program is no longer available, Activision retains the right to substitute a similar program of equal or greater value. This warranty is limited to the recording medium containing the Program as originally provided by Activision and is not applicable to normal wear and tear. This warranty shall not be applicable and shall be void if the defect has arisen through abuse, mistreatment, or neglect.

Any implied warranties prescribed by statute are expressly limited to the 90-day period described above.

EXCEPT AS SET FORTH ABOVE, THIS WARRANTY IS IN LIEU OF ALL OTHER WARRANTIES, WHETHER ORAL OR WRITTEN, EXPRESS OR IMPLIED, INCLUDING ANY WARRANTY OF MERCHANTABILITY, FITNESS FOR A PARTICULAR PURPOSE OR NON-INFRINGEMENT, AND NO OTHER REPRESENTATIONS OR CLAIMS OF ANY KIND SHALL BE BINDING ON OR OBLIGATE ACTIVISION.

When returning the Program for warranty replacement please send the original product cartridge only in protective packaging and include: (1) a photocopy of your dated sales receipt; (2) your name and return address typed or clearly printed; (3) a brief note describing the defect, the

problem(s) you are encountering and the system on which you are running the Program; (4) if you are returning the Program after the 90-day warranty period, but within one year after the date of purchase, please include check or money order for \$15 U.S. currency per cartridge replacement. Note: Certified mail recommended.

In the U.S. send to: Warranty Replacements, Activision, Inc., P.O. Box 67713, Los Angeles, California 90067

LIMITATION ON DAMAGES. IN NO EVENT WILL ACTIVISION BE LIABLE FOR SPECIAL, INCIDENTAL OR CONSEQUENTIAL DAMAGES RESULTING FROM POSSESSION, USE OR MALFUNCTION OF THE PROGRAM, INCLUDING DAMAGES TO PROPERTY, LOSS OF GOODWILL, COMPUTER FAILURE OR MALFUNCTION AND, TO THE EXTENT PERMITTED BY LAW, DAMAGES FOR PERSONAL INJURIES, EVEN IF ACTIVISION HAS BEEN ADVISED OF THE POSSIBILITY OF SUCH DAMAGES. ACTIVISION'S LIABILITY SHALL NOT EXCEED THE ACTUAL PRICE PAID FOR THE LICENSE TO USE THIS PROGRAM. SOME STATES/COUNTRIES DO NOT ALLOW LIMITATIONS ON HOW LONG AN IMPLIED WARRANTY LASTS AND/OR THE EXCLUSION OR LIMITATION OF INCIDENTAL OR CONSEQUENTIAL DAMAGES, SO THE ABOVE LIMITATIONS AND/OR EXCLUSION OR LIMITATION OF LIABILITY MAY NOT APPLY TO YOU. THIS WARRANTY GIVES YOU SPECIFIC LEGAL RIGHTS, AND YOU MAY HAVE OTHER RIGHTS WHICH VARY FROM JURISDICTION TO JURISDICTION.

TERMINATION. Without prejudice to any other rights of Activision, this Agreement will terminate automatically if you fail to comply with its terms and conditions. In such event, you must destroy all copies of this Program and all of its component parts.

U.S. GOVERNMENT RESTRICTED RIGHTS. The Program and documentation have been developed entirely at private expense and are provided as "Commercial Computer Software" or "restricted computer software." Use, duplication or disclosure by the U.S. Government or a U.S. Government subcontractor is subject to the restrictions set forth in subparagraph (c)(1)(ii) of the Rights in Technical Data and Computer Software clauses in DFARS 252.227-7013 or as set forth in subparagraph (c)(1) and (2) of the Commercial Computer Software Restricted Rights clauses at FAR 52.227-19, as applicable. The Contractor/Manufacturer is Activision, Inc., 3100 Ocean Park Boulevard, Santa Monica, California 90405.

INJUNCTION. Because Activision would be irreparably damaged if the terms of this Agreement were not specifically enforced, you agree that Activision shall be entitled, without bond, other security or proof of damages, to appropriate equitable remedies with respect to breaches of this Agreement, in addition to such other remedies as Activision may otherwise have under applicable laws.

INDEMNITY. You agree to indemnify, defend and hold Activision, its partners, affiliates, contractors, officers, directors, employees and agents harmless from all damages, losses and expenses arising directly or indirectly from your acts and omissions to act in using the Product pursuant to the terms of this Agreement

MISCELLANEOUS. This Agreement represents the complete agreement concerning this license between the parties and supersedes all prior agreements and representations between them. It may be amended only by a writing executed by both parties. If any provision of this Agreement is held to be unenforceable for any reason, such provision shall be reformed only to the extent necessary to make it enforceable and the remaining provisions of this Agreement shall not be affected. This Agreement shall be construed under California law as such law is applied to agreements between California residents entered into and to be performed within California, except as governed by federal law and you consent to the exclusive jurisdiction of the state and federal courts in Los Angeles, California. If you have any questions concerning this license, you may contact Activision at 3100 Ocean Park Boulevard, Santa Monica, California 90405, (310) 255-2000, Attn. Business and Legal Affairs, legal@activision.com.

BEREE B

Get a FREE'3-MONTH SUBSCRIPTION to ULTIMATE SPIDER-MAN!
Marvel Comics' most popular character swings right to your front door!

Available only at: www.marvel.com/3forfree

*Plus \$3.00 for shipping & handling. Limit one per household.

Please see website for additional terms. Expires 6/30/04.



MARVELCOM

•			







ACTIVISION.

activision.com

Activision, Inc. P.O. Box 67713, Los Angeles, CA 90067

X2 Motion Picture Elements: © 2003 20th Century Fox Film Corporation. All rights reserved. MARVEL, X-MEN, Wolverine and all Marvel characters and the distinctive likenesses thereof are trademarks of Marvel Characters, Inc., and are used with permission. Copyright © 2003. All rights reserved. www.marvel.com. Game code © 2003 Activision, Inc. and its affiliates. Published and distributed by Activision Publishing, Inc. Activision is a registered trademark of Activision, Inc. and its affiliates. All rights reserved. The ratings icon is a registered trademark of the Interactive Digital Software Association. All other trademarks and trade names are the properties of their respective owners. Licensed by Nintendo. Nintendo, Game Boy, Game Boy Advance and the Official Seal are trademarks of Nintendo. © 2001 Nintendo.

80403.260.US